

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

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In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,  
*et al.*,

Debtors.

PROMESA  
Title III

No. 17 BK 3283-LTS  
(Jointly Administered)

-----X

**[Motion related to Docket #17627 and #17639]**

**NOTICE OF HEARING AND MOTION OF INDIVIDUAL BONDHOLDER FOR AN  
ORDER EXTENDING THE VOTING DEADLINE FOR RETAIL INVESTORS**

Dated: September 24, 2021

**PLEASE TAKE NOTICE** that:

1. On September 24, 2021, movant served the subject motion.
2. Any response or objections to the motion must be served upon:

Peter C. Hein, pro se  
101 Central Park West, Apt. 14E  
New York, NY 10023  
petercheinsr@gmail.com

as well as all other parties entitled to notice under the Court's rules and procedures.

3. An urgent motion is being filed to accompany this motion to request an accelerated schedule for briefing and resolving this motion, which movant believes can be resolved on submission. The relief requested in the Motion may be granted by the Court without a hearing if no objection is timely filed and served.

**NOTICE OF HEARING AND MOTION OF INDIVIDUAL BONDHOLDER FOR AN ORDER EXTENDING THE VOTING DEADLINE FOR RETAIL INVESTORS**

This motion seeks the relief described below and in the accompanying [proposed] order, and as described in the accompanying “Memorandum in Support of Motion of Individual Bondholder for an Order Extending the Voting Deadline for Retail Investors, namely:

- I. extend the voting deadline for Retail Investors for at least two weeks, to October 18, 2021 at 5:00 p.m. (Atlantic Standard Time).
- II. any other relief that is just, proper or appropriate to effectuate the objective of this motion.

September 24, 2021

/s/ Peter C. Hein  
Peter C. Hein, pro se  
101 Central Park West, Apt. 14E  
New York, NY 10023  
petercheinsr@gmail.com  
917 539 8487

**[Proposed] Order**

The Court has considered the Motion of Individual Bondholder for an Order Extending the Voting Deadline for Retail Investors, filed by Peter C. Hein, and the opposing and reply papers thereon.

It is hereby ordered that the motion extending the voting deadline for Retail Investors is granted.

This Order resolves Docket Entry No. \_\_\_\_\_ in Case No. 17-3283.

SO ORDERED,

Dated: \_\_\_\_\_, 2021

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LAURA TAYLOR SWAIN  
United States District Judge

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

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**[Motion related to Docket #17627 and #17639]**

**MEMORANDUM IN SUPPORT OF MOTION OF INDIVIDUAL BONDHOLDER FOR  
AN ORDER EXTENDING THE VOTING DEADLINE FOR RETAIL INVESTORS**

Dated: September 24, 2021

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## **TABLE OF ABBREVIATIONS AND CITATIONS**

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Docket entries are referred to in the form of “#\_\_”

Peter C. Hein, pro se, submits this motion seeking an order extending the voting deadline for Retail Investors.

### **PRELIMINARY STATEMENT**

The Plan provides for eight classes comprised of Retail Investors. As previously noted, Commonwealth sold its bonds to individual investors nationwide, including in the 50 states, years before PROMESA was even in prospect.<sup>1</sup> After these proceedings began, approximately 1,700+ individual bondholders filed notices of participation.<sup>2</sup> There is no committee representing Retail Investors. (#17724, #6534) An extension of the October 4, 2021 voting deadline is necessary because it has become apparent that Retail Investors have not been timely provided “solicitation” packages with ballots or notices of voting and election instructions.

### **ARGUMENT: THE VOTING DEADLINE FOR RETAIL INVESTORS SHOULD BE EXTENDED**

#### **A. Retail Investors have not been timely provided “solicitation” packages with ballots or notices of voting and election instructions.**

The current voting deadline is Monday, October 4, 2021 at 5 p.m. AST.

This Court’s order (#17639) required “solicitation packages” with ballots or notices with instructions for voting and/or election to be mailed by August 30, 2021 (#17639-page-4-¶-D, page-8-¶11, page-10-¶13). It has become apparent that there have been delays in the process of mailing “solicitation” packages, including ballots or notices with instructions for voting and/or election, to Retail Investors. Only on the afternoon of September 23, 2021 did I receive what may be intended as “solicitation packages.” These four packages, from only one of my two brokers, had only part of the information that should have come in a “solicitation” package, namely, a one page, one sentence “Dear Client” notice; a two page memo – with a 13 page list of CUSIPs – on Prime Clerk letterhead; and a flash drive with the plan, disclosure statement and a copy of pages 1 to 27 of #17639 – 5420 pages in English, and 5420 pages in Spanish. Based on my review of the materials, I do **not** see a

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<sup>1</sup> E.g., #16908-page-1-n.1,48,63-64,70,88-90,98-to-112-of-178; #9508-page-11&n.12-to-12; #9508-20, #9508-21, #9508-22-page-10-of-12.

<sup>2</sup> #7154-page-3&n.6-of-14; #7450-page4-to-5&n.2-of-19.

ballot or notice of voting and election instructions in these materials. An example of the one page notice is annexed as Exhibit A; an example of the Prime Clerk memo is annexed as Exhibit B.

I have still not received any “solicitation package” (much less one including a ballot or notice of voting and election instructions) from my second broker.

Because there is no Retail Investor (or other bondholder committee) there is no one in a position to broadly survey the status of mailings to Retail Investors. However, since both of my brokers are major brokerage firms, it seems likely that this problem affects many other Retail Investors as well. Thus, there is every reason to believe the delays in receipt of solicitation packages by Retail Investors are widespread.

Moreover, the Court’s order provided that creditors were to receive “the appropriate form of Ballot or Notice” (#17639-page-10-of-27 ¶ 13). Holders of claims in Bond classes were supposed to get “instructions in the applicable Notice” (#17639-page-17-to-18-of-27). An example of the “Notice of Voting and Election Instructions for Holders” is in #17639-3. However, even the flash drive had only the first 27 pages of #17639 – I do not see any “Notice of Voting and Election Instructions” even on the flash drive that came in the supposed “solicitation” packages I received from one broker on September 23.

The Prime Clerk memo (Ex. B) states that “[t]o supplement the hard copy mailing and/or other communication from your broker nominee . . . Prime Clerk has made electronic copies of the below materials (the “Bondholder Solicitation Materials”) on <https://cases.primeclerk.com/puertorico/>. [sic] Please access these Bondholder Solicitation Materials by clicking the “Bondholder Solicitation Materials” link located on the left-hand navigation panel of the web page.” The Prime Clerk memo then lists “Bondholder Solicitation Materials” including various “Voting and Election Notice” documents.

But, as noted, none of the four packets I received from one broker (Merrill Lynch) had any “Voting and Election Notice” for any class of bonds, much less the classes for the CUSIPs I hold, identified on the one page notice form (Ex. A).

I then went to the referenced Prime Clerk website. I did not see “Bondholder Solicitation Materials” listed in the left-hand navigation panel when I looked in the early morning of September 24. See my screenshot of this, Ex. C hereto. There was a link for “Commonwealth Solicitation Materials” (for class 68, 55, 57, 67, 63, 64). There was a link for “Commonwealth Flash Drive Materials,” but that looks like the same flash drive that came in the packet from Merrill that does not have any “Voting and Election Notice” for any class of bonds. Finally, there was a link called “Noteholder Solicitation Materials”. Clicking on that link the first item is the Ballot for Class 5, 27 Vintage PBA Bond Claims (FGIC). Only if one scrolls down through 10 other items does one see “Puerto Rico - 55668-04 - Classes 1-7-23 Voting and Election Notice (10)”, and other items follow, none of which are tied in any clear way to the particular holdings of the particular individual bondholder who received the mailing that, as noted, did not include in either hard copy form or even on the flash drive the Voting and Election Notice for the particular class of bonds held by the individual receiving the mailing.

This is extremely confusing to me, and I have attempted to follow these proceedings. An individual (and an individual’s broker, for that matter) who have not been following these proceedings will likely be completely confused.

In any event, as noted, under this Court’s order (#17639) bondholders were supposed to receive “the appropriate form of Ballot or Notice”, but not only did Debtors not do what #17639 required, this process – even if (arguendo) compliant with the Court’s order – violates due process. It is simply not reasonable to deliver a solicitation packet with a flash drive with 5420 pages in English, and 5420 pages in Spanish – but no “Notice of Voting and Election Instructions” – to an individual investor seven (or fewer) business days before the voting deadline and expect them to make an informed voting decision. And the seven (or fewer) business days assumes the individual is at the residence to which the belated mailing of a solicitation package is sent. Likely there are many Retail Investors who will not be at home and will not even receive the solicitation package until after the current October 4 voting deadline passes.

**B. The failure to provide timely and clear notice, including a copy of the applicable notice of voting and election instructions, is highly prejudicial to Retail Investors, whereas extending the voting deadline will not prejudice FOMB.**

If a confused Retail Investor does not deliver his or her bonds before the voting deadline to the Automatic Tender Offer Program at DTC, a paragraph buried on page 513 of the Disclosure Statement (among the 5420 pages in English on the flash drive) suggests that individual will lose any chance to obtain his or her share of the Retail Support Fee:

Distribution of the Retail Support Fee, if any, to a holder of an Allowed PBA Bond Claim or Allowed CW Bond Claim is subject to the delivery, on or before the Voting Deadline, of such holder's applicable bonds through the Automatic Tender Offer Program at The Depository Trust Company with a certification that such holder is a Retail Investor. (#17628-page-527-of-624).

And for every confused Retail Investor who does not timely act, the parties who negotiated the bondholder treatment benefit, by receiving all or part of any unallocated Retail Support Fee. See Plan § 3.6 (#17627-page-98-of-291). By contrast, it is hard to imagine how the requested extension could possibly prejudice FOMB – particularly since FOMB appears to be planning to file a new fiscal plan, and likely a new plan of adjustment, on or after October 20, 2021, see #18181-page-6-to-7,17,157-of-157.

**C. I have standing to complain and request an extension of the voting deadline.**

It is no answer to say that I may have at least partially figured out some of what is going on here:

- (1) I am still confused as to the process to follow. I have been waiting for my “solicitation” packet assuming these packets would clearly tell me what to do. As noted, the packets do not even include the Notice of Voting and Election Instructions for my specific bonds, much less clear instructions on how to proceed.<sup>3</sup>

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<sup>3</sup> While I have received multiple copies of other notices (Notice of Approval of Disclosure Statement, Notice of Entry of Order Establishing Preliminary Confirmation Submission and Discovery

- (2) Based on the problems that ensued in the COFINA situation (which I addressed in papers filed in 2019), even major brokerage firms were confused by the complex processes being used for distributions to individual bondholders. I suspect brokers and their firms will be confused in this case as well.
- (3) If Debtors' solicitation agents cannot effect the timely mailing of the appropriate Notice of Voting and Election Instructions to each individual bondholder for that holder's CUSIPs, why would one think this process will work smoothly on the DTC and Debtor side?
- (4) I am personally impacted by what other individual Retail Investors in each class in which I have bonds do. If individuals are confused, I may not receive a Retail Support Fee that I would receive if they were not confused. Alternatively, Retail Classes may vote to accept because many individual bondholders were confused and did not timely and correctly deliver their bonds and/or vote. In short, because I am impacted by what other Retail Investors do or do not do, I have a personal stake in there being proper and clear notice and instructions for all Retail Investors in my classes.

Finally, the Court itself has a responsibility here to ensure individual bondholders – who as a result of this Court's prior decisions are not represented by a committee – are treated fairly.

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Procedures, and Docket #17640), September 23 was the first time I received what purported to be a "solicitation" package mailing with respect to my bonds from one of my brokers. Previously, a mailing from Prime Clerk arrived addressed to "Peter C. Hein Pro Se" and had a version of the flash drive – an undifferentiated, unindexed, jumbled 11,297 pages of material, the first several thousand pages in Spanish. But no Notice of Voting and Election Instructions or other information as to how I should deliver or vote my specific bonds was enclosed. In any event, I infer from the fact the mailing was addressed to "Peter C. Hein Pro Se" that I received this because I have participated in the litigation, and that this was not mailed to Retail Investors generally.

**D. Retail Investors are entitled to at least the same extension the Retiree Committee and UCC seek for the classes those committees represent.**

On September 23, the Retired Employees Committee and the UCC filed motions to extend the voting deadline for classes they represent to October 18, 2021. Retail Investors should at least be granted the same extension. (I would also have no objection to the same extension for all bondholder classes.)

**CONCLUSION AND RELIEF REQUESTED**

This Court should grant this Motion for an order extending the voting deadline for Retail Investors and extend that deadline to at least October 18, 2021.

I reserve and preserve all objections previously filed or to be filed by the objection deadline. While I propose a voting deadline extension to at least October 18, 2021 to be consistent with what the Retiree Committee and UCC have requested, I reserve the right to seek further relief with respect to the voting deadline if additional issues pertinent to the delivery to DTC and voting process arise.

September 24, 2021

Respectfully Submitted,

/s/ Peter C. Hein  
Peter C. Hein, pro se  
101 Central Park West, Apt. 14E  
New York, NY 10023  
petercheinsr@gmail.com  
917-539-8487

Claim 10696  
GO Bonds: 500,000 par amount, plus unpaid  
interest to date  
[5 separate CUSIPS: 74514LVX2  
74514LWA1  
74514LWM5  
74514LWZ6  
74514LB63]  
PBA Bonds: 200,000 par amount, plus unpaid  
interest to date  
[CUSIP: 745235M24]

**Declaration pursuant to 28 U.S.C. §1746**

I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge and belief.

Executed on this 24 day of September 2021.

/s/ Peter C. Hein  
Peter C. Hein

**Certificate of Service**

I, Peter C. Hein, certify that I have caused Notice Of Hearing And Motion Of Individual Bondholder for an Order Extending the Voting Deadline for Retail Investors, to be served via the Court's CM/ECF system.

September 24, 2021

/s/Peter C. Hein

Peter C. Hein



P.O. BOX 2011  
LAKEWOOD, NJ 08701

\*\*\*\*\*AUTO\*\*5-DIGIT 10023  
PETER C HEIN  
101 CENTRAL PARK W # 14E  
NEW YORK NY 10023-4250

A BANKRUPTCY  
SECURITY DESCRIPTION: PUERTO RICO COMMLTH

CUSIP#: 74514LB63

QUANTITY: 100,000

09/14/21

Dear Client,

We have been requested to forward you the enclosed material and flash drive. If you wish to participate in this event, please coordinate with your Bank/Broker directly prior to the specified deadline of October 4, 2021.

FOR INFORMATION CALL: YOUR FINANCIAL ADVISOR

(800) 999-1185

JOB NUMBER: E26228 3PU

CONTROL#: 6100916590933499



P.O. BOX 2011  
LAKEWOOD, NJ 08701

000025418



**DO NOT MAIL**

\*\*\*\*\*AUTO\*\*5-DIGIT 10023  
PETER C HEIN  
101 CENTRAL PARK W # 14E  
NEW YORK NY 10023-4250

EDMAN1

EXHIBIT A

001



**MEMORANDUM**

**TO:** Beneficial Owners of Bonds with  
a CUSIP Appearing on Exhibit A Hereto

**DATE:** September 13, 2021

**RE:** The Commonwealth of Puerto Rico, et al.  
Case No. 17-BK3283 (LTS)

CUSIP	Broadridge Job Number
745235	E26218
745145	E26227
745223	E26215
74514L	E26228
745220	E26221
745190	E26220
745181	E26222

**Voting and Election Deadline:**

October 4, 2021, 5:00 PM Atlantic Standard Time

To supplement the hard copy mailing and/or other communication from your broker nominee (or its agent) relating to the solicitation of votes and/or distribution elections pursuant to the *Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.*, dated July 30, 2021 (as the same may be amended or modified, the "**Plan**") [ECF No. 17627], Prime Clerk has made electronic copies of the below materials (the "**Bondholder Solicitation Materials**") on <https://cases.primeclerk.com/puertorico/>. Please access these Bondholder Solicitation Materials by clicking the "**Bondholder Solicitation Materials**" link located on the left-hand navigation panel of the web page.

**Bondholder Solicitation Materials:**

- CONFIRMATION HEARING NOTICE
- CONFIRMATION HEARING NOTICE (ES)
- FLASH DRIVE
- FLASH DRIVE INDEX
- FLASH DRIVE INDEX (ES)
- CLASSES 1-7-23 VOTING AND ELECTION NOTICE
- CLASSES 1-7-23 VOTING AND ELECTION NOTICE (ES)
- CLASSES 8-9-34 VOTING AND ELECTION NOTICE
- CLASSES 8-9-34 VOTING AND ELECTION NOTICE (ES)
- CLASSES 10-11-44 VOTING AND ELECTION NOTICE
- CLASSES 10-11-44 VOTING AND ELECTION NOTICE (ES)
- CLASSES 15-16 VOTING AND ELECTION NOTICE
- CLASSES 15-16 VOTING AND ELECTION NOTICE (ES)
- CLASSES 30-31 VOTING AND ELECTION NOTICE
- CLASSES 30-31 VOTING AND ELECTION FORM (ES)
- CLASSES 36-38 VOTING AND ELECTION NOTICE
- CLASSES 36-38 VOTING AND ELECTION NOTICE (ES)
- CLASSES 40-41 VOTING AND ELECTION NOTICE
- CLASSES 40-41 VOTING AND ELECTION NOTICE (ES)
- CLASSES 46-47 VOTING AND ELECTION NOTICE
- CLASSES 46-47 VOTING AND ELECTION NOTICE (ES)
- CLASS 49 VOTING AND ELECTION NOTICE
- CLASS 49 VOTING AND ELECTION NOTICE (ES)
- CLASS 59 VOTING NOTICE

**Bondholder Solicitation Materials (continued):**

- CLASS 59 VOTING NOTICE (ES)
- CLASS 65 VOTING NOTICE
- CLASS 65 VOTING NOTICE (ES)
- CLASSES 2-17-24-42 (ASSURED) ELECTION NOTICE
- CLASSES 2-17-24-42 (ASSURED) ELECTION NOTICE (ES)
- CLASSES 2-17-24-32-37-42 (ASSURED) NOTICE OF ELECTION
- CLASSES 2-17-24-32-37-42 (ASSURED) NOTICE OF ELECTION (ES)
- CLASSES 3-25 (NATIONAL) ELECTION NOTICE
- CLASSES 3-25 (NATIONAL) ELECTION NOTICE (ES)
- CLASS 18 (NATIONAL) ELECTION NOTICE
- CLASS 18 (NATIONAL) ELECTION NOTICE (ES)
- CLASSES 4-19-26 (AMBAC) ELECTION NOTICE
- CLASSES 4-19-26 (AMBAC) ELECTION NOTICE (ES)
- CLASSES 6-28 (SYNCORA) ELECTION NOTICE
- CLASSES 6-28 (SYNCORA) ELECTION NOTICE (ES)
- CLASS 21 (SYNCORA) ELECTION NOTICE
- CLASS 21 (SYNCORA) ELECTION NOTICE (ES)
- BALLOT 5, 27 – VINTAGE PBA BOND CLAIMS
- BALLOT 5, 27 – VINTAGE PBA BOND CLAIMS (ES)
- BALLOT (20 – FGIC VINTAGE CW BOND CLAIMS)
- BALLOT (20 – FGIC VINTAGE CW BOND CLAIMS) (ES)
- BALLOT (61 – CW PRIFA RUM TAX CLAIMS)
- BALLOT (61 – CW PRIFA RUM TAX CLAIMS) (ES)

Please note that the above referenced materials were previously provided to your broker nominee (or nominee's agent).

If you would like additional copies of the enclosed materials or have any other questions, please contact the Prime Clerk LLC Solicitation Team at [puertoricoballots@primeclerk.com](mailto:puertoricoballots@primeclerk.com).

Invoices relating to distribution of the above materials should be directed to:

Prime Clerk LLC  
60 East 42nd Street, Suite 1440  
New York, NY 10165  
Attn: Messiah Crowell  
917-606-6432

**Please review Exhibit A for an outline of which  
Bondholder Solicitation Materials apply to each CUSIP.**

EXHIBIT B

## Exhibit A

[illegible]

## Exhibit A

[illegible]

6

EXHIBIT B

## Exhibit A

[illegible]

EXHIBIT B

10

## Exhibit A

[illegible]

## EXHIBIT B

## Exhibit A

[illegible]

## Exhibit A

[illegible]

## Exhibit A

[illegible]

## Exhibit A

[illegible]

## Exhibit A

[illegible]

9/24/2021

Prime Clerk

Prime Clerk  
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Submit E-Ballot

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Commonwealth Solicitation Materials

Petitions

Commonwealth Docket

COFINA Docket

HTA Docket

ERS Docket

PREPA Docket

PBA Docket

Avoidance Action Dockets

Fifteenth Amended Case Management Procedures

Creditor Lists

Plans and Disclosure Statements

Disclosure Statement Data Room

Rule 3018(A) Motion

COFINA Noteholder Notice of Distribution

COFINA Supplemental Notice of Distribution to Noteholders

Numerosity Spreadsheet

Target and Contra List

Commonwealth Flash Drive Materials

Noteholder Solicitation Materials

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[ACR FAQ \(Spanish\)](#)

[Judge Swain's Standing Order \[Docket No. 15895\]](#)

[Magistrate Judge Dein's Standing Order \[Docket No. 15901\]](#)


[Master Service List as of 9/16/2021](#)

[Master Claims Filter](#)

example 'motion' or '123'

advanced 



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**Document Name** [Class 68 Non-Voting Notice](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Confirmation Hearing Notice](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Orden de Declaracion de Divulgacion](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Confirmation Hearing Notice \(ES\)](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Creditors' Committee Letter](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Creditors' Committee Letter \(ES\)](#)

Attachments:

Related:  email

**Date Filed** 08/31/2021

**Document Name** [Class 68 Non-Voting Notice](#)










9/24/2021

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Date Filed	08/31/2021
Document Name	<u>Class 55 Non-Voting Notice (ES)</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 57 Non-Voting Notice</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 57 Non-Voting Notice (ES)</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 67 Non-Voting Notice</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 67 Non-Voting Notice (ES)</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 68 Non-Voting Notice (ES)</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 63 Non-Voting Notice</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 63 Non-Voting Notice (ES)</u> Attachments: Related:  email
Date Filed	08/31/2021
Document Name	<u>Class 64 Non-Voting Notice</u> Attachments: Related:  email
Date Filed	08/31/2021

9/24/2021

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Attachments:

Related:  email

Date Filed 08/31/2021

Document Name Non-Voting Notice Disputed (ES)

Attachments:

Related:  email

Date Filed 08/31/2021

Document Name Non-Voting Notice Admin Recon

Attachments:

Related:  email


Date Filed 08/31/2021

Document Name Non-Voting Notice Admin Recon (ES)

Attachments:

Related:  email

Date Filed 08/31/2021

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